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COMMONWEALTH OF VIRGINIA

STATE CORPORATION COMMISSION

AT RICHMOND, JANUARY 30, 2002

JOINT PETITION OF

AMERICAN WATER WORKS COMPANY, INC. CASE NO. PUA010082

and

THAMES WATER AQUA HOLDINGS GMBH

For approval under the Utility Transfers Act, § 56-88 et seq. of the Code of Virginia

ORDER EXTENDING TIME FOR REVIEW AND PERMITTING STAFF REPORT

On December 19, 2001, American Water Works Company, Inc. ("American") and Thames Water Aqua Holdings GmbH ("Thames Holdings")(collectively, "Petitioners") filed a joint petition with the State Corporation Commission ("Commission") requesting approval, pursuant to § 56-88.1 of the Code of Virginia ("Code"), for Thames Holdings to acquire control of Virginia-American Water Company, United Water Virginia, Inc., and Bluefield Valley Water Works Company.

Pursuant to § 56-88.1 of the Code, the Commission must act on the petition within sixty days of the filing of the petition, or the petition will deemed to be approved. In addition, § 56-88.1 allows the Commission to extend the sixty-day period for a period "not to exceed an additional 120 days."

We note that the joint petition will require additional time for review. As such, we are of the opinion that sixty days is not sufficient time in which to investigate fully matters associated with the joint petition. We will, therefore, extend the period for review under § 56-88.1 for a period of thirty (30) days, or through March 19, 2002.

We will also revise the procedural schedule established in our January 14, 2002, Order to permit Petitioners and other interested persons to file a response, if any, to Staff's Report.

Accordingly, IT IS ORDERED THAT:

- (1) The period of review of issues governed by § 56-88.1 of the Code is hereby extended from February 17, 2002, to March 19, 2002.
- (2) On or before February 28, 2002, Petitioners and other interested persons may file a response, if any, to Staff's Report.